

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

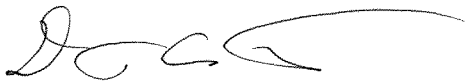
In re:)	
)	
NORTHWESTERN CORPORATION,)	Case No. 03-12872 (JLP)
)	
Reorganized Debtor.)	
)	
NORTHWESTERN CORPORATION,)	
)	
Appellant,)	
)	
v.)	Civil Action No. 05-00397-JJF
)	
RICHARD R. HYLLAND,)	
)	
Appellee.)	
)	
)	
RICHARD R. HYLLAND,)	
)	
Appellant,)	
)	Civil Action No. 05-00401-JJF
v.)	
)	
NORTHWESTERN CORPORATION,)	
)	
Appellee.)	

STIPULATION OF DISMISSAL

NorthWestern Corporation, ("NorthWestern") and Richard R. Hylland ("Hylland"), hereby stipulate and agree, by and through their respective attorneys, that the above-captioned actions be and hereby are dismissed with prejudice without costs or attorneys' fees to either party.

[Signatures on Next Page]

Dated: December 15, 2005



GREENBERG TRAURIG, LLP
Victoria Watson Counihan (No. 3488)
William E. Chipman, Jr. (No. 3818)
Dennis A. Meloro (No. 4435)
1007 North Orange Street, Suite 1200
Wilmington, DE 19801
(302) 661-7000

-and-

PAUL, HASTINGS, JANOFSKY &
WALKER LLP
Jesse H. Austin, III
Karol K. Denniston
600 Peachtree Street, Suite 2400
Atlanta, GA 30308
(404) 815-2400

Attorneys for North Western Corporation

Dated: December 16, 2005



STEVENS & LEE, P.C.
John D. Demmy (No.
1105 North Market Street, 7th Floor
Wilmington, DE 19801
(302) 654-5180

Attorneys for Richard R. Hylland